

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION

In re:	§	
	§	Case No. 15-40248-11
GTL (USA), INC.,	§	Chapter 11
	§	
Debtor.	§	

**INTERIM ORDER GRANTING DEBTOR'S EMERGENCY MOTION
FOR AUTHORITY TO OBTAIN CREDIT
SECURED BY CASH DEPOSITS UNDER 11 U.S.C § 364(C)(2)**

Upon consideration of the Debtor's Emergency Motion for Authority to Obtain Credit Secured by Cash Deposits Under 11 U.S.C § 364(c)(2) (the "Motion") filed by GTL (USA), Inc. (the "Debtor"),¹ as debtor and debtor-in-possession, the Court finds that (a) it has jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157(b)(2) and 1334; (b) venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; (c) due and proper notice of the Motion has been provided and no other or further notice need be provided; and (d) the relief requested in the Motion is in the best interests of the Debtor, its estate, and creditors. The Court, having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this court, the Court determines that the legal and factual bases set forth in the Motion and at the hearing establish just cause for the relief granted herein.

The Court hereby further finds that, based upon the exhibits admitted and the testimony of Urmeet S. Juneja, the Chief Executive Officer of the Debtor, provided at a hearing held on March 5, 2015 at 1:30 p.m., granting the relief requested by the Motion and the incurring of debt by the Debtor in the amount of \$175,000 is necessary to avoid immediate and irreparable harm to

¹ Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

the Debtor's estate pursuant to Bankruptcy Rule 4001(c)(2). Good, adequate and sufficient cause has been shown to justify the granting of the interim relief requested herein, and the immediate entry of this Interim Order to prevent irreparable harm to the Debtor's estate.

IT IS THEREFORE ORDERED that the Motion is GRANTED as provided herein.

IT IS FURTHER ORDERED that the Debtor is authorized to enter into, modify, terminate and incur debt pursuant to one or more short term credit, deposit or other agreements (the "Agreements") with convenience credit providers selected by the Debtor (the "Credit Providers") as may be required by such providers upon terms as the Debtor, in its reasonable business judgment, deems appropriate, all to a maximum amount of \$175,000 in the aggregate pending entry of a final order on the Motion.

IT IS FURTHER ORDERED that pursuant to sections 363(b) and 364(c) of the Bankruptcy Code, the Debtor is authorized to enter into the Agreements and deposit unencumbered cash with the with Credit Providers and make borrowings thereunder, all as contemplated by the Agreements and take such other action as may be necessary or appropriate to implement and effectuate the transactions contemplated therein;

IT IS FURTHER ORDERED the Collateral shall secure all of the Debtor's obligations under the Deposit Agreement and shall be senior to the security interest or lien of any other party claiming an interest in the Collateral.

IT IS FURTHER ORDERED that the Debtor may pay WEX Bank the amount of \$1,823.24 provided, however, that nothing in this Order is intended or should be construed as: (a) an admission as to the validity of any claim against the Debtor; (b) a waiver of the Debtor's rights to dispute any claim; or (c) an approval or assumption of any agreement, contract or lease, pursuant to section 365 of the Bankruptcy Code.

IT IS FURTHER ORDERED that notwithstanding Bankruptcy Rule 7062, the terms and conditions of this Interim Order shall be: (a) immediately enforceable pursuant to Bankruptcy Rule 8005; and (b) not be stayed. Accordingly, this Interim Order shall become effective immediately upon its entry.

IT IS FURTHER ORDERED that a final hearing (the “Final Hearing”) on the Motion is set for **March 30, 2015 at 9:30 a.m.** prevailing CT, at which hearing the Court will entertain and may enter a Final Order on the Motion. Any objections to the Motion or entry of the Final Order must be filed and served no later than **March 26, 2015**. Debtor shall file and serve a Notice of such hearing and objection deadline. If notice of this hearing date is shorter than the time otherwise contemplated in the applicable Bankruptcy Rules, then the notice times are hereby correspondingly shortened.

IT IS FURTHER ORDERED that the discovery periods applicable under the Federal Rules of Bankruptcy Procedures are shortened to the extent reasonably needed to permit the parties to propound and respond to discovery in connection with a final hearing on the Motion.

IT IS FURTHER ORDERED that the parties shall cooperate reasonably and in good faith with respect to the requesting and scheduling of discovery in connection with the Motion.

IT IS FURTHER ORDERED that this Court retains jurisdiction with respect to all matters arising from or related to the implementation of this order.

Signed on 3/11/2015

Brenda T. Rhoades SR
HONORABLE BRENDA T. RHOADES,
UNITED STATES BANKRUPTCY JUDGE

Submitted by:

Lynnette Warman
Tex. Bar No. 20867940
Richard G. Grant
Tex. Bar No. 08302650
CULHANE MEADOWS, PLLC
The Crescent, Suite 700
100 Crescent Court
Dallas, Texas 75201
Telephone: 214-210-2929
Facsimile: 214-210-2949
Email: rgrant@culhanemeadows.com

PROPOSED ATTORNEYS FOR
DEBTOR IN POSSESSION

Approved as to Form:

/s/ Howard Marc Spector
Howard Marc Spector
SPECTOR & JOHNSON, PLLC
12770 Coit Road, Suite 1100
Dallas, Texas 75251
(214) 365-5377
FAX: (214) 237-3380
EMAIL: hspector@spectorjohnson.com

COUNSEL FOR AUTOOPT NETWORKS, INC.

/s/ Timothy W. O'Neal
Timothy W. O'Neal
Assistant U.S. Trustee
Region 6, Tyler
300 Plaza Tower
110 N. College
Tyler, Texas 75702
(903) 590-1450
(903) 590-1461 (fax)

OFFICE OF THE UNITED STATES TRUSTEE